



ARRK Europe Limited

Supplier Code of Conduct

Human Resources / Page
Rev 3 - Dated: 17th March 2021

Authorised: N. Chalmers
Approved: S. Holmes

Process Owner Human Resources / Compliance / Purchasing

Purpose / Process Description

ARRK Europe Ltd's Supplier Code of Conduct sets forth minimum workplace standards and business practices that are expected of any Supplier doing business with ARRK Europe Ltd, consistent with our company's values. These requirements are applicable to all suppliers of ARRK Europe Ltd and its affiliates and subsidiaries globally.

Compliance with Laws

Suppliers' personnel and operations shall operate in full compliance with the laws of their respective countries and with all other applicable laws, rules, and regulations. Additionally, Suppliers will ensure that products, services and shipments for ARRK Europe Ltd adhere to all applicable international trade compliance laws, rules, and regulations.

Labour

Suppliers shall uphold the human rights of workers and treat them with dignity and respect.

- a) Suppliers shall employ only workers who meet the applicable minimum legal age requirement, except that in no event shall Supplier employ any person under the age of 16, even if local law permits otherwise. Suppliers shall also comply with all other applicable child Labour laws according to local regulations.
- b) Suppliers shall not use any indentured or forced Labour, slavery or servitude.
- c) Suppliers' plants shall set working hours, wages and over-time pay in compliance with all applicable laws. Workers shall be paid at least the minimum legal wage or a wage that meets local industry standards, whichever is greater.
- d) Suppliers shall treat employees with dignity and respect and will not engage in or permit corporal punishment, threats of violence, or other forms of harassment whether based on gender, race, colour, religion, ethnicity, age, sexual orientation, national origin, disability, or any other legally protected characteristic.
- e) Suppliers shall employ workers on the basis of their ability to do the job, not on the basis of their personal characteristics or beliefs (including race, Colour, gender, nationality, religion, and age, maternity or marital status).
- f) Supplier shall respect employees' right to join or not join any lawful organization, including trade unions and works councils, and shall comply with all applicable local and national laws pertaining to freedom of association and collective bargaining.

Health and Safety

ARRK Europe Ltd is committed to safeguarding the health and safety of our employees and protecting the environment.

- a) While suppliers are on-site at an ARRK Europe Ltd location or at an ARRK Europe Ltd customer location on behalf of ARRK Europe Ltd, suppliers shall comply with ARRK Europe Limited's Safety Policy, ARRK Europe Limited's H&S handbook, and any site-specific requirements.
- b) Suppliers shall ensure a safe work environment and minimise physical and chemical hazards through proper design, engineering and administrative controls, preventative maintenance and safe work procedures as well as ongoing safety training.
- c) Suppliers shall provide workers with appropriate personal protective equipment where hazards cannot be adequately controlled by other means.
- d) Suppliers shall provide and properly maintain physical guards, interlocks, and barriers where machinery presents an injury hazard to workers.
- e) Suppliers shall minimise the impact of emergency situations through the implementation of emergency plans and response procedures.

Environment

At ARRK Europe Ltd, environmental considerations are an integral part of our business practices and the production of ARRK Europe Ltd's products. ARRK Europe Ltd's suppliers shall comply with all applicable environmental laws and regulations.

- a) Suppliers shall maintain all required environmental permits and registrations and follow the operational and reporting requirements of such permits.
- b) Suppliers shall comply with regulated substance specifications and with any applicable laws and regulations prohibiting or restricting the use or handling of specific substances (i.e. RoHS 3, UK REACH).
- c) Suppliers shall endeavour to reduce or eliminate solid waste, wastewater, and air emissions by implementing appropriate conservation measures in their production, maintenance, and facility processes.
- d) Suppliers shall manage, control, treat and/or dispose of non-hazardous solid waste, wastewater, and/or air emissions generated from operations as required by applicable laws and regulations, before discharge.
- e) Suppliers shall implement controls to minimise their own environmental impact.

Ethics

Suppliers shall commit to the highest standards of ethical conduct when dealing with its employees, suppliers and customers.

- a) Suppliers shall prohibit any and all forms of corruption, extortion, and embezzlement by its employees, officers, directors or agents.
- b) Suppliers shall adhere to standards of fair business, advertising, and competition.
- c) Suppliers shall not offer or accept bribes or other means to obtain an undue or improper advantage.

- d) Suppliers shall accurately record and disclose information regarding their business activities, structure, financial situation, and performance in accordance with applicable laws and regulations as well as prevailing industry business practices.
- e) Suppliers shall respect intellectual property rights and safeguard customer information. Transfer of technology and know-how shall be done in a manner that protects intellectual property rights.
- f) Suppliers shall implement processes as well as procedures and exercise due diligence to detect and avoid counterfeit parts or materials
- g) ARRK Europe Ltd is committed to ensuring that the products it sells do not incorporate “conflict minerals” (minerals which are smelted into tin, tantalum, tungsten and gold) sourced from entities which directly or indirectly finance conflict in the Democratic Republic of Congo or adjoining countries. ARRK Europe Ltd requires its suppliers to:
 - a. Perform sufficient due diligence into their respective supply chains to determine whether products sold to us contain tin, tantalum, tungsten or gold, and, if so, whether and to what extent those metals are sourced from conflict-free smelters;
 - b. Report to ARRK Europe Ltd the results of such due diligence to enable ARRK Europe Ltd to comply with its legal obligations and policy goals; and
 - c. Commit to being or becoming “conflict-free”, so that any such metals are sourced only from conflict-free smelters.
- h) Suppliers shall implement a comprehensive business continuity plan throughout its operations and supply chain to preserve the safety of workers, protect physical property from loss and damage, safeguard intellectual property, prevent interruptions in the manufacturing process and ensure the integrity of shipments at the point of origin.
- i) Suppliers shall implement processes to address the confidentiality and protection of an employee who in good faith raises a concern, makes a report, or assists with an investigation related to potential ethical or criminal violations.

Anti-Corruption

ARRK Europe Ltd is committed to complying with anti-corruption laws that prohibit bribes, kickbacks, or other corrupt actions to obtain or retain business or obtain any improper advantage. All suppliers are expected to comply with applicable anti-corruption laws while conducting business on behalf of ARRK Europe Ltd. Suppliers are prohibited from directly or indirectly receiving or offering any form of bribe, kickback, or other corrupt payment, to or from any person or organisation, including government agencies or officials, private companies or employees of those private companies.

Gifts and Entertainment

ARRK Europe Ltd recognises that it is customary for some of its suppliers, customers and other business associates to occasionally give small gifts or offer modest business entertainment to those with whom they do business. It is important, however, that these gifts and entertainment events do not affect an employee’s business judgment or give the appearance that judgment may be affected.

When doing business with or conducting business on behalf of ARRK Europe Ltd, Supplier may, for legitimate business purposes: (i) offer gifts or entertainment to suppliers, customers or other business associates; or (ii) accept gifts or entertainment offered by suppliers, customers or other business associates; provided, however, that in each instance the gift or entertainment:

- is unsolicited.
- is not a bribe, kickback or other illegal or illicit payment.
- is not given in exchange for any consideration.
- would not embarrass ARRK Europe Ltd if disclosed publicly and
- does not create the appearance (or an actual or implied obligation) that the gift giver is entitled to preferential treatment, an award of business, better prices or improved terms of sale.

Any supplier that violates the provisions of this Section 7 when conducting business on behalf of ARRK Europe Ltd risks immediate loss of all existing and future ARRK Europe Ltd business.

Compliance Monitoring

The supplier will allow ARRK Europe Ltd and/or any of its representatives or agent's access to its facilities and all relevant records associated with the products and services provided to ARRK Europe Ltd. The supplier and ARRK Europe Ltd will establish a mutually agreeable date and time for access. However, risks to ARRK Europe Ltd's business may require immediate access to the products, services and associated records and supplier will accommodate ARRK Europe Ltd's access as required. Supplier also agrees to cooperate with ARRK Europe Ltd to investigate any allegations of wrongdoing, misconduct or corruption.

Application to Sub-Contractors

This Code also applies to any sub-contractor(s) to the supplier, providing goods or services to the supplier. The Supplier Code of Conduct shall be cascaded down to all sub-tier subcontractors. The supplier is fully responsible for ensuring compliance by any such sub-contractor(s) as if it were the supplier itself. ARRK Europe Ltd reserves the right to audit the supplier's sub-contractors for compliance to ARRK Europe Ltd's Supplier Code of Conduct and supplier will accommodate ARRK Europe Ltd's audit as required.

Event of Violation

Supplier shall promptly report to ARRK Europe Ltd notice of known breach of this Code and implement a corrective action plan to cure the non-compliance within a specified time period (furnished to ARRK Europe Ltd in writing). If the supplier fails to meet the corrective action plan commitment, ARRK Europe Ltd may terminate the business relationship, including suspending placement of future orders and potentially terminating current production. ARRK Europe Ltd reserves the right to hold supplier responsible for reasonable costs of investigating non-compliance.

Responsibility	Activity / Authority	Actively communicate requirements	Process linkage/ Outputs	Activity review frequency
MD, AEL Directors, employees, contractors, sub-contractors, suppliers and agents.	Responsible to ensure that the process is followed as outlined above.	All	Employee Handbook Induction Notice Boards ARRK employee Internet	Annually

Record Retention

- Records of training attendance and audits will be retained on the employee file
- Records of audits will be retained by HR
- Supplier audits will be retained by Procurement and Compliance

Linked Policy

Personnel of the Mitsui Chemicals Group will comply with the MCI Group Human Rights Policy and the Policy on Bribery Prevention.

The Policy can be found at <https://jp.mitsuichemicals.co/en/corporate/policylist.htm>

Document Revision History

Revision No.	Section	Change	Date
Royden Morgan / Stephen Fenwick	N/A	Initial release	04/02/2015
Nicky Chalmers	Annual review	Annual review	01/07/2019
Nicky Chalmers	Annual review	Annual review	17/03/2021

Glossary of Terms

HR	Human Resources
RoHSD3	Restriction of Hazardous Substances Directive 3
REACH	Registration, Evaluation, Authorisation and Restriction of Chemicals